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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-10
RETENTION / FEE MATTERS (SASM&F)
639.3 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 11/30/06
Bill Number: 1132369

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	10/09/06	1.60	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER, 2006) (1.6).
BUTLER, JR. J	10/12/06	1.40	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER, 2006) (1.4).
BUTLER, JR. J	10/13/06	1.20	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER, 2006) (1.2).
BUTLER, JR. J	10/19/06	1.30	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER, 2006) (1.3).
BUTLER, JR. J	10/21/06	1.40	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER, 2006) (1.4).
BUTLER, JR. J	10/25/06	2.30	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - AUGUST, 2006) (1.9); BEGIN TO WORK ON BUDGET FOR FOURTH APPLICATION PERIOD (0.4).
		9.20	
Total Partner		9.20	
DIAZ LB*	10/03/06	0.90	ANALYZE DISCLOSURE CHECK RESULTS FOR SUPPLEMENTAL DUE DILIGENCE (0.9).
DIAZ LB*	10/25/06	0.90	REVIEW DISCLOSURE CHECKS (0.9).
DIAZ LB*	10/26/06	0.70	MEETING TO DISCUSS SUPPLEMENTAL DECLARATION (0.7).
DIAZ LB*	10/30/06	1.20	CONTINUE TO ANALYZE DISCLOSURE CHECKS FOR SUPPLEMENTAL DECLARATION (1.2).
		3.70	
HARDIN AS	10/30/06	0.50	REVIEW PREVIOUSLY FILED FEE APPLICATIONS (0.5).
HARDIN AS	10/31/06	1.50	REVIEW PREVIOUS FEE APPLICATIONS (0.4); BEGIN DRAFTING PORTION OF THIRD SKADDEN FEE APPLICATION (1.1).
		2.00	
HERRIOTT AV	10/21/06	4.60	REVIEW AND REVISE SKADDEN'S MONTHLY COMPENSATION PACKAGE (4.6).

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HERRIOTT AV	10/22/06	2.10	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGE (2.1).
		6.70	
JJINGO MJ	10/09/06	4.80	CONTINUE TO PREPARE FEE HEARING MATERIALS (4.8).
JJINGO MJ	10/10/06	3.80	CONTINUE TO REVIEW AND PREPARE MATERIALS FOR FEE HEARING (3.8).
		8.60	
PERL MW	10/30/06	2.90	PARTICIPATE IN CONFERENCE CALL WITH WORKING GROUP RE: PREPARATION FOR SKADDEN'S THIRD INTERIM FEE APPLICATION (0.3); FOLLOW UP CORRESPONDENCE WITH WORKING GROUP RE: SAME (0.2); BEGIN REVIEW OF PLEADINGS AND BACKGROUND CASE MATERIAL FOR KEY EVENTS DURING THE APPLICATION PERIOD (2.4).
PERL MW	10/31/06	4.30	BEGIN REVIEW OF CORRESPONDENCE FROM JOINT FEE REVIEW COMMITTEE AND RELATED PROCEDURES (0.3); CONTINUE REVIEW OF RELEVANT BACKGROUND MATERIAL IN CONNECTION WITH SKADDEN'S THIRD INTERIM FEE APPLICATION (2.4); CONTINUE WORKING ON SKADDEN'S THIRD INTERIM FEE APPLICATION (1.6).
		7.20	
WHARTON JN	10/25/06	1.90	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH (1.3) AND REVISE DRAFT OF THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.6).
WHARTON JN	10/26/06	1.20	CONTINUE REVIEW RESULTS OF CONNECTIONS AND DISCLOSURE RESEARCH (1.2).
WHARTON JN	10/27/06	1.70	CONTINUE TO REVIEW CONNECTIONS AND DISCLOSURE RESEARCH RESULTS (1.7).
WHARTON JN	10/30/06	0.30	FORMULATE STRATEGY RE: FEE APPLICATION PREPARATION (0.3).
		5.10	
Total Associate/Law Clerk		33.30	
DEMMA J	10/26/06	0.70	UPDATE DISCLOSURE CHART (0.7).
DEMMA J	10/27/06	2.60	UPDATE DISCLOSURE CHART (2.6).
		3.30	
ROSEN R	10/13/06	0.30	REVIEW CASE DOCKET AND COMPILE FIFTH SUPPLEMENTAL INTERIM COMPENSATION ORDER FOR 10/19 HEARING BINDER (0.2); REVIEW FILING, NEED FOR SERVICE OF SAME WITH E. GERSHBEIN OF KCC (0.1).

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ROSEN R	10/18/06	0.20	REVIEW, COMMENT ON DRAFT 10/19 HEARING AGENDA RE: THE NEED TO ADD 4TH AND 5TH INTERIM COMPENSATION ORDERS TO SKADDEN FIRST AND SECOND INTERIM FEE APPLICATIONS (0.2).
ROSEN R	10/26/06	1.80	REVIEW DISCLOSURE SEARCH RESULTS BINDER AND COMPILE, CREATE INDEX RE: SEARCHED PARTY NAMES (1.8).
		2.30	
ZSOLDOS AF	10/02/06	1.70	CREATE BINDER OF ALL SKADDEN FILINGS RELATED TO INTERIM COMPENSATION, INCLUDING CORRECTED EXHIBITS AND MARKED EXHIBITS (1.7).
ZSOLDOS AF	10/03/06	1.40	FINALIZE BINDERS OF ALL DOCUMENTS SKADDEN HAS FILED W/R/T INTERIM COMPENSATION (1.4).
ZSOLDOS AF	10/06/06	0.70	UPDATE BINDER OF SKADDEN INTERIM FEE APPLICATIONS (0.7).
ZSOLDOS AF	10/10/06	1.40	CREATE BINDER FOR FEE HEARING INCLUDING FEE STATEMENTS, ORDERS, AND OTHER DOCUMENTS FROM OUTSIDE COUNSEL (1.4).
ZSOLDOS AF	10/25/06	3.50	PREPARE LIST OF ENTITIES FOR FOURTH SUPPLEMENTAL DISCLOSURE CHECK (1.5); REVIEW DOCKET FOR NEWLY FILED NOTICES OF APPEARANCE AND OTHER INTERESTED PARTIES FOR PRIMARY CHECK (1.3); UPDATE INSTRUCTION SHEET FOR FOURTH SUPPLEMENTAL DISCLOSURE CHECK (0.7).
ZSOLDOS AF	10/26/06	0.80	UPDATE MASTER DISCLOSURE LIST (0.8).
ZSOLDOS AF	10/31/06	1.10	PRINT AND ORGANIZE FOURTH SUPPLEMENTAL DISCLOSURE CHECK EMAILS OF SUBMISSIONS (1.1).
		10.60	
Total Legal Assistant		16.20	
TOTAL TIME		<u>58.70</u>	

* Law clerks are law school graduates who are not presently admitted to practice.

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Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 11/30/06
Bill Number: 1132369

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	10/13/06	Copy Center, D	135.78
In-house Reproduction	10/27/06	Copy Center, D	50.12
In-house Reproduction	10/31/06	Copy Center, D	0.10
TOTAL IN-HOUSE REPRODUCTION			\$186.00
TOTAL MATTER			\$186.00

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Delphi Corporation (DIP) Bill Date: 01/10/07
Retention /Fee Matters (SASM&F)

Bill Number: 1147918

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	11/02/06	1.40	CONTINUE TO REVIEW AND PREPARE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER 2006) (1.1); CONTINUE TO WORK ON BUDGET FOR FOURTH APPLICATION PERIOD (0.3).
BUTLER, JR. J	11/04/06	1.20	CONTINUE TO REVIEW AND PREPARE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (JUNE - SEPTEMBER 2006) INCLUDING REVIEW OF SUPPLEMENTAL INFORMATION FOR SEPTEMBER 2006 (0.4); CONTINUE TO WORK ON BUDGET FOR FOURTH APPLICATION PERIOD (0.2); EMAILS FROM/TO J. SHEEHAN RE: FEE COMMITTEE INQUIRY (0.2); BEING TO WORK ON MONTHLY COMPENSATION PACKAGE FOR OCTOBER 2006 (0.4).
BUTLER, JR. J	11/09/06	1.70	RECEIVE AND BEGIN TO REVIEW PRELIMINARY FEE COMMITTEE REPORTS FOR FIRST AND SECOND APPLICATION PERIOD (1.4); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.3).
BUTLER, JR. J	11/11/06	2.80	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (2.8).
BUTLER, JR. J	11/12/06	2.60	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (1.4); REVIEW DUE DILIGENCE MATERIALS RE: PRELIMINARY FEE COMMITTEE REPORT FOR FIRST AND SECOND APPLICATION PERIODS (1.2).
BUTLER, JR. J	11/18/06	2.40	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (2.4).
BUTLER, JR. J	11/19/06	2.90	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (1.9); DRAFT TRANSMITTAL LETTERS FOR JUNE AND JULY, 2006 (0.6); CONTINUE TO WORK ON BUDGET FOR FOURTH APPLICATION PERIOD (0.4).
BUTLER, JR. J	11/20/06	1.60	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (1.6).
BUTLER, JR. J	11/21/06	3.50	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (2.3); CONTINUE TO WORK ON BUDGET FOR FOURTH APPLICATION PERIOD (0.4); CONTINUE TO EVALUATE PRELIMINARY FEE COMMITTEE REPORTS FOR FIRST AND SECOND FEE APPLICATION PERIODS (0.5); OUTLINE WRITTEN RESPONSE TO SAME (0.3).

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BUTLER, JR. J	11/22/06	2.20	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGE FOR OCTOBER, 2006 (2.2).
BUTLER, JR. J	11/24/06	2.00	COMPLETE REVIEW OF MONTHLY COMPENSATION PACKAGES FOR THIRD APPLICATION PERIOD (MAY - SEPTEMBER, 2006) (0.9); DRAFT TRANSMITTAL LETTERS FOR AUGUST AND SEPTEMBER, 2006 (0.3); CONTINUE TO EVALUATE PRELIMINARY FEE COMMITTEE REPORTS FOR FIRST AND SECOND FEE APPLICATION PERIODS (0.4); CONTINUE TO WORK ON RESPONSE LETTER (0.4).
BUTLER, JR. J	11/26/06	0.70	CONTINUE TO WORK ON BUDGET FOR FOURTH APPLICATION PERIOD (0.4); CONTINUE TO EVALUATE PRELIMINARY FEE COMMITTEE REPORTS FOR FIRST AND SECOND FEE APPLICATION PERIODS (0.3).
BUTLER, JR. J	11/27/06	2.90	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR OCTOBER, 2006 (0.4); COMPLETE EVALUATION OF PRELIMINARY FEE COMMITTEE REPORTS FOR FIRST AND SECOND FEE APPLICATION PERIODS (0.6); FINALIZE AND DISTRIBUTE RESPONSE LETTER RE: SAME (1.7); REVIEW AND REVISE SUPPLEMENTAL DISCLOSURE AFFIDAVIT (0.2).
BUTLER, JR. J	11/28/06	0.70	REVIEW AND FINALIZE SUPPLEMENTAL DISCLOSURE AFFIDAVIT (0.2); REVIEW AND FINALIZE MONTHLY COMPENSATION PACKAGE FOR OCTOBER, 2006 (0.3); DRAFT TRANSMITTAL LETTER (0.2).
BUTLER, JR. J	11/29/06	1.20	REVIEW AND REVISE THIRD FEE APPLICATION (1.2).
BUTLER, JR. J	11/30/06	0.80	COMPLETE REVIEW AND REVISION OF THIRD FEE APPLICATION (0.8).
		30.60	
MARAFIOTI KA	11/27/06	0.70	REVIEW LETTER IN RESPONSE TO FEE COMMITTEE REPORTS (0.3); REVIEW AND REVISE BUTLER THIRD SUPPLEMENTAL DECLARATION (0.4).
MARAFIOTI KA	11/29/06	3.50	WORK ON THIRD INTERIM FEE APPLICATION (3.3) AND SUPPORTING CERTIFICATION (0.2).
MARAFIOTI KA	11/30/06	2.30	REVIEW AND REVISE THIRD OMNIBUS FEE APPLICATION (2.3).
		6.50	
Total Partner		37.10	
DIAZ LB*	11/01/06	2.10	ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION (2.1).
DIAZ LB*	11/06/06	1.60	ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION (1.6).

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DIAZ LB*	11/07/06	1.50	CONTINUE TO ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION (1.5).
DIAZ LB*	11/08/06	2.10	ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION (2.1).
DIAZ LB*	11/09/06	2.10	ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION (2.1).
DIAZ LB*	11/13/06	4.50	ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION AND RELATED CHART (4.5).
DIAZ LB*	11/20/06	4.10	ANALYZE DISCLOSURE RESEARCH (4.1).
DIAZ LB*	11/21/06	4.50	ANALYZE DISCLOSURE RESEARCH (4.5).
DIAZ LB*	11/22/06	3.40	ANALYZE DISCLOSURE RESEARCH FOR SUPP. DECLARATION (3.4).

25.90

FERN BM	11/02/06	0.30	ATTENTION TO ISSUES RE: SKADDEN FEE APPLICATION (0.3).
FERN BM	11/03/06	1.70	REVIEW STATUS OF VARIOUS NARRATIVES IN FEE APPLICATION (0.5); DRAFT FEE APPLICATION SECTIONS RE: EMPLOYEE MATTERS (0.5) AND INSURANCE (0.3); ATTENTION TO VARIOUS INCOMPLETE NARRATIVES IN FEE APPLICATION (0.4).
FERN BM	11/06/06	0.30	REVIEW STATUS OF FEE APPLICATION NARRATIVES (0.3).
FERN BM	11/09/06	0.40	DRAFT NARRATIVE RE: SETTLEMENT PROCEDURES (0.4).
FERN BM	11/16/06	0.20	REVIEW FEE COMMITTEE REPORT ON FEE APPLICATIONS (0.2).
FERN BM	11/17/06	0.20	REVIEW MATERIALS RE: STATUS OF FEE APPLICATIONS (0.2).

3.10

HERRIOTT AV	11/03/06	0.10	RESPOND TO QUESTION RELATED TO SKADDEN'S THIRD INTERIM FEE APPLICATION (0.1).
HERRIOTT AV	11/06/06	0.10	RESPOND TO QUESTION RELATED TO SKADDEN'S THIRD INTERIM FEE APPLICATION (0.1).
HERRIOTT AV	11/09/06	0.20	RESPOND TO INQUIRIES RE: SKADDEN FEE MATTERS (0.2).
HERRIOTT AV	11/13/06	2.80	BEGIN REVIEW OF AND REVISIONS TO SKADDEN'S JUNE MONTHLY COMPENSATION PACKAGE (2.8).
HERRIOTT AV	11/14/06	1.50	CONTINUE TO REVIEW AND REVISE SKADDEN'S MONTHLY COMPENSATION PACKAGE (1.5).
HERRIOTT AV	11/18/06	6.80	REVIEW AND REVISE MONTHLY FEE AND EXPENSES PACKAGE (6.8).

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HERRIOTT AV	11/20/06	0.60	REVIEW AND REVISE SKADDEN FEE APPLICATION SECTIONS RELATING TO CLAIMS AND COMMITTEE PRESENTATIONS (0.6).
HERRIOTT AV	11/22/06	1.70	FINALIZE REVIEW OF AND REVISIONS TO AUGUST MONTHLY COMPENSATION PACKAGE (0.6); REVIEW AND REVISE SECTIONS OF SKADDEN'S THIRD INTERIM FEE APPLICATION RELATING TO CLAIMS AND CREDITOR COMMITTEE ISSUES (1.1).
HERRIOTT AV	11/30/06	0.20	REVIEW MATERIAL FOR BACKGROUND SECTION OF SKADDEN'S THIRD INTERIM FEE APPLICATION (0.2).
		14.00	
MEISLER RE	11/03/06	0.40	REVIEW DISCLOSURE RESEARCH IN PREPARATION FOR UPCOMING SUPPLEMENTAL DECLARATION (0.4).
MEISLER RE	11/06/06	0.30	DRAFT INTERNAL CORRESPONDENCE RE: ESTIMATE OF FEES (0.1); CONTINUE TO REVIEW RESEARCH RE: DISCLOSURE MATTERS (0.2).
MEISLER RE	11/10/06	0.70	REVIEW LCC REPORT (0.7).
MEISLER RE	11/11/06	0.30	CONTINUE TO REVIEW LCC REPORT (0.3).
MEISLER RE	11/12/06	3.20	CONTINUE TO REVIEW LCC REPORT AND INTERNAL ANALYSIS OF SAME (3.2).
MEISLER RE	11/13/06	0.70	CONTINUE TO REVIEW LCC REPORT (0.3); CONTINUE TO REVIEW DISCLOSURE RESEARCH (0.4).
MEISLER RE	11/14/06	0.50	REVIEW INTERNAL MEMO RE: LCC REPORT (0.2); CONTINUE TO REVIEW DISCLOSURE RESEARCH (0.3).
MEISLER RE	11/15/06	1.00	REVIEW BACK UP MATERIAL TO INTERNAL MEMO RE: LCC REPORT (0.6); DRAFT CORRESPONDENCE RE: SAME (0.1); REVIEW FEE COMMITTEE REPORT (0.2); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.1).
MEISLER RE	11/17/06	0.30	REVIEW AND COMMENT ON DRAFT DECLARATION RE: DISCLOSURES (0.2); REVIEW INQUIRY RE: FEE SUMMARY AND RESPONSE TO FEE COMMITTEE REPORT (0.1).
MEISLER RE	11/22/06	1.90	REVIEW AND COMMENT ON 3RD SUPPLEMENTAL DECLARATION (0.7); REVIEW AND COMMENT ON DISCRETE SECTIONS OF THE 3RD INTERIM FEE APPLICATION (1.2).
MEISLER RE	11/26/06	7.00	BEGIN TO REVIEW AND REVISE FEE APPLICATION (7.0).
MEISLER RE	11/27/06	3.00	CONTINUE TO REVIEW AND COMMENT ON 3RD INTERIM FEE APPLICATION (2.0); REVIEW CORRESPONDENCE RE: FEE COMMITTEE (0.3); CONTINUE TO REVIEW AND REVISE SUPPLEMENTAL DECLARATION (0.7).

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MEISLER RE	11/28/06	7.30	CONTINUE TO REVIEW AND COMMENT ON THIRD INTERIM FEE APPLICATION (5.3); REVIEW SUPPLEMENTAL REPORT FILED BY FEE COMMITTEE (0.2); DRAFT CORRESPONDENCE RE: SAME (0.1); ANALYSIS OF REPORT (0.2); REVIEW US TRUSTEE GUIDELINES AND LOCAL RULES RE: FEE APPLICATION (1.1); REVIEW AND COMMENT ON CERTIFICATION (0.4).
MEISLER RE	11/29/06	2.80	CONTINUE TO REVIEW AND REVISE THIRD INTERIM FEE APPLICATION (2.8).
MEISLER RE	11/30/06	7.60	REVIEW COMMENTS TO SUPPLEMENTAL DECLARATION (0.1); REVIEW COMMENTS TO CERTIFICATION (0.1); REVIEW AND REVISE THIRD INTERIM FEE APPLICATION (7.4).
		37.00	
PERL MW	11/01/06	7.20	CONTINUE TO WORK ON AND DRAFT SKADDEN'S THIRD INTERIM FEE APPLICATION (7.2).
PERL MW	11/02/06	7.00	CONTINUE TO DRAFT VARIOUS MATTER DESCRIPTIONS (5.1); MULTIPLE TELECONFERENCES WITH WORKING GROUP RE: SAME (0.3); PREPARE SUMMARY CHART OF ALL MATTERS TO BE DISCUSSED IN SAME (1.6).
PERL MW	11/03/06	5.10	MULTIPLE TELECONFERENCES WITH WORKING GROUP RE: COORDINATING DRAFTING OF FEE APPLICATION (0.5, 0.2, 0.3); RESPOND TO CORRESPONDENCES FROM WORKING GROUP RE: SAME (0.2); CONTINUE TO DRAFT VARIOUS MATTER SUMMARIES RE: SAME (3.9).
PERL MW	11/04/06	3.70	CONTINUE TO WORK ON AND DRAFT SKADDEN'S THIRD INTERIM FEE APPLICATION (3.7).
PERL MW	11/05/06	5.40	DRAFT MULTIPLE CORRESPONDENCES TO WORKING GROUP RE: UPDATING SKADDEN'S THIRD INTERIM FEE APPLICATION (1.3); CONTINUE TO WORK ON AND DRAFT SAME (4.1).
PERL MW	11/06/06	6.20	MULTIPLE TELECONFERENCES WITH WORKING GROUP RE: GM MATTERS (0.1, 0.2) AND AUTOMATIC STAY AND INTELLECTUAL PROPERTY MATTERS (0.2) IN CONNECTION WITH DRAFTING SKADDEN'S THIRD INTERIM FEE APPLICATION; REVIEW COMMENTS TO DRAFT OF SAME (0.6); CONTINUE TO DRAFT (3.6) AND REVIEW AND REVISE (1.5) SKADDEN'S THIRD INTERIM FEE APPLICATION.
PERL MW	11/07/06	3.60	CONTINUE TO DRAFT AND UPDATE SKADDEN'S THIRD INTERIM FEE APPLICATION (3.6).
PERL MW	11/08/06	3.70	MULTIPLE CORRESPONDENCES WITH WORKING GROUP RE: DRAFTS TO FEE APPLICATION (0.5); CONTINUE TO DRAFT AND REVISE SKADDEN'S THIRD INTERIM FEE APPLICATION (3.2).

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PERL MW	11/09/06	6.40	REVIEW AND PROVIDE COMMENTS TO DRAFT OF SKADDEN'S THIRD INTERIM FEE APPLICATION (1.9); COORDINATE WITH WORKING GROUP RE: VARIOUS REVISIONS TO SAME (0.2); BEGIN REVIEW OF LEGAL COST CONTROL'S REPORTS TO THE JOINT FEE REVIEW COMMITTEE AND RELATED DOCUMENTS (1.8), INCLUDING BEGINNING TO REVIEW DETAIL IN SUPPORT OF LEGAL COST CONTROL'S RECOMMENDATIONS (2.5).
PERL MW	11/10/06	9.60	CONTINUE TO REVIEW LEGAL COST CONTROL'S REPORT TO THE FEE REVIEW COMMITTEE, INCLUDING REVIEW TIME AND EXPENSE DETAIL IN SUPPORT OF THEIR REPORT (5.4); BEGIN DRAFTING SUMMARY RESPONSES TO SAME (2.1); REVIEW ANALYSIS AND STRATEGIZE RE: FURTHER ANALYSIS WITH WORKING GROUP MEMBER (0.7) REVIEW PRECEDENT OF REPORTS AND RESPONSES TO SUCH RECOMMENDATIONS (0.5); REVIEW VARIOUS BILLING GUIDELINES, INCLUDING THE UST GUIDELINES, THE FEE COMMITTEE GUIDELINES, AND THE LOCAL RULES TO UNDERSTAND LCC'S RECOMMENDATIONS (0.6); REVISE SKADDEN'S THIRD INTERIM FEE APPLICATION (0.3).
PERL MW	11/11/06	4.70	CONTINUE TO REVIEW LEGAL COST CONTROL'S REPORT ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATIONS, INCLUDING DETAILED FEE AND EXPENSE REPORTS (3.7); TELECONFERENCES WITH WORKING GROUP RE: STRATEGY FOR ANALYSIS OF SAME (0.7, 0.3).
PERL MW	11/12/06	5.60	CONTINUE TO REVIEW LEGAL COST CONTROL'S REPORTS AND PREPARE NUMERIC SUMMARY OF SAME (1.8); COMPILE SET OF KEY DOCUMENTS FOR REVIEW AND ANALYSIS (3.1); MULTIPLE CORRESPONDENCES WITH WORKING RE: PROJECT STATUS (0.7).
PERL MW	11/13/06	11.20	CONTINUE TO DRAFT DETAILED ANALYSIS AND RESPONSES TO LEGAL COST CONTROLS REPORTS ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATION, INCLUDING FURTHER REVIEW OF REPORTS AND SUPPORTING DETAIL (8.6); REVIEW PRECEDENT REPORTS AND RESPONSES TO FEE COMMITTEE REQUESTS (2.1); REVIEW COMMENTS TO DRAFT SECTION OF SKADDEN'S THIRD INTERIM FEE APPLICATION (0.2); DRAFT CORRESPONDENCES TO WORKING GROUP RE: REVIEW OF LEGAL COST CONTROL'S REPORTS (0.2) AND FEE APPLICATION (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	11/14/06	9.90	CONTINUE TO UPDATE DETAILED ANALYSIS IN RESPONSE TO LEGAL COST CONTROL'S REPORTS ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATION, INCLUDING REVIEW OF FEE AND EXPENSE DETAIL (8.9); REVIEW AND REVISE SKADDEN'S THIRD INTERIM FEE APPLICATION (1.0).
PERL MW	11/15/06	9.50	REVISE DRAFT OF SKADDEN'S THIRD INTERIM FEE APPLICATION (6.1); REVIEW REPORT FILED BY FEE COMMITTEE RE: FIRST AND SECOND FEE APPLICATIONS (0.3); REVIEW INTERIM COMPENSATION ORDER AND CASE MANAGEMENT ORDERS TO ANALYZE FILING AND HEARING DATES IN FEE COMMITTEE'S STATEMENT (0.4); CORRESPONDENCE WITH WORKING GROUP RE: SAME (0.3); CONTINUE TO REVIEW REPORTS OF LEGAL COST CONTROL AND UPDATE ANALYSIS RE: SAME (2.4).
PERL MW	11/16/06	15.20	CONTINUE TO UPDATE SUMMARY ANALYSIS OF LEGAL COST CONTROL'S REPORTS ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATIONS, INCLUDING REVIEW AND ANALYSIS OF DETAILED REPORTS ON MATTERS NOT DISCUSSED IN REPORTS (6.7); CREATE SUMMARY CHART AND APPENDIX FOR ANALYSIS (5.4); REVIEW AND UPDATE FEE APPLICATION (3.1).
PERL MW	11/17/06	6.10	REVIEW, REVISE, AND FINALIZE SUMMARY CHART PROVIDING ANALYSIS OF LEGAL COST CONTRTOL'S REPORTS ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATIONS (5.4); REVIEW AND STRATEGIZE WITH WORKING GROUP RE: SAME (0.3); PREPARE MATERIALS FOR DISTRIBUTION (0.4).
PERL MW	11/19/06	2.10	REVIEW DETAILED EXPENSE REPORTS OF LEGAL COST CONTROL AND DRAFT SUMMARY RE: REQUESTS FOR ADDITIONAL INFORMATION (2.1).
PERL MW	11/20/06	2.80	REVIEW MONTHLY STATEMENTS IN PREPARATION FOR SKADDEN'S THIRD INTERIM FEE APPLICATION (0.9); COORDINATE RE: PREPARATION OF EXHIBITS FOR SAME (0.3); REVIEW AND PROVIDE COMMENTS TO SCRIPT FOR HEARING ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATIONS, INCLUDING REVIEW OF RELEVANT PLEADINGS (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	11/21/06	4.00	CONTINUE TO REVIEW, REVISE, AND UPDATE SCRIPT FOR HEARING ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATIONS (2.1); PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) WORKING GROUP TELECONFERENCE RE: STRATEGY AND OUTSTANDING ISSUES IN PREPARATION FOR FILING SKADDEN'S THIRD INTERIM FEE APPLICATION AND FOLLOW WITH WORKING GROUP RE: SAME (0.3); MULTIPLE CORRESPONDENCES WITH WORKING GROUP RE: SAME (0.3); BEGIN TO PREPARE SUMMARY SPREADSHEET IN CONNECTION WITH SAME (0.4); FOLLOW UP CORRESPONDENCE WITH WORKING GROUP RE: STATUS OF POTENTIAL RESPONSE TO LCC'S REPORTS ON SKADDEN'S FIRST AND SECOND INTERIM FEE APPLICATIONS (0.2).
PERL MW	11/22/06	9.30	REVIEW TIME DETAIL IN CONNECTION WITH DRAFTING SKADDEN'S THIRD INTERIM FEE APPLICATION (3.2) AND CONTINUE TO REVIEW AND REVISE SAME (6.1).
PERL MW	11/26/06	9.00	TELECONFERENCE RE: COMMENTS TO DRAFT FEE APPLICATION (0.3); UPDATE SUMMARY SPREADSHEET IN CONNECTION WITH SKADDEN'S THIRD INTERIM FEE APPLICATION (0.3); REVIEW AND REVISE SAME, INCORPORATE COMMENTS (7.1); BEGIN REVIEW OF LOCAL GUIDELINES, UST GUIDELINES, AND FEE COMMITTEE GUIDELINES RE: SAME (1.3).
PERL MW	11/27/06	8.80	CONTINUE TO REVIEW AND REVISE SKADDEN'S THIRD INTERIM FEE APPLICATION (3.1); BEGIN TO REVIEW BILLING DATA AND COMPUTE ACCOMMODATIONS IN CONNECTION WITH PREPARING VARIOUS CHARTS AND TABLES IN SAME (5.7).
PERL MW	11/28/06	17.10	CONTINUE TO REVIEW UNDERLYING DATA AND VOLUNTARY ACCOMMODATIONS IN CONNECTION WITH SKADDEN'S THIRD INTERIM FEE APPLICATION (5.1); UPDATE FEE APPLICATION WITH SAME (2.1); REVIEW AND REVISE NARRATIVE OF SKADDEN'S THIRD INTERIM FEE APPLICATION (7.5); TELECONFERENCE WITH WORKING GROUP RE: MONTHLY STATEMENTS (0.2); COORDINATE RE: PREPARATION OF TIME DETAIL EXHIBITS (0.5); REVIEW CERTIFICATION AND RELEVANT GUIDELINES FOR EXHIBIT TO FEE APPLICATION (1.3); REVIEW FEE COMMITTEE REPORT AND CONSIDER FOLLOW UP STEPS FOR SAME (0.4).
PERL MW	11/29/06	15.30	REVISE DATA AND VARIOUS TABLES IN SKADDEN'S THIRD INTERIM FEE APPLICATION (4.1); REVIEW CERTIFICATION AND VARIOUS GUIDELINES AND REQUIREMENTS IN CONNECTION WITH SAME (1.8); CONTINUE TO REVIEW, REVISE, AND UPDATE SKADDEN'S THIRD INTERIM FEE APPLICATION (9.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	11/30/06	17.60	REVIEW VARIOUS EXHIBITS TO SKADDEN'S THIRD INTERIM FEE APPLICATION IN PREPARATION FOR FILING (2.4); REVISE CERTIFICATION FOR SAME (1.3); REVIEW AND REVISE NOTICE OF FILING OF SAME (0.7); COORDINATE RE: SERVICE (0.3) AND FILING (1.6) OF SAME; CONTINUE TO REVIEW, REVISE, AND UPDATE SAME (10.2); FINALIZE FEE APPLICATION FOR FILING (1.1).
		206.10	
STUART NL	11/27/06	6.20	REVIEW AND REVISE FEE APPLICATION (6.2).
STUART NL	11/28/06	5.80	REVIEW AND REVISE FEE APPLICATION (5.8).
STUART NL	11/29/06	2.60	REVIEW AND REVISE FEE APPLICATION (2.6).
STUART NL	11/30/06	2.40	REVIEW AND REVISE FEE APPLICATION (2.4).
		17.00	
WHARTON JN	11/01/06	0.80	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.8).
WHARTON JN	11/02/06	3.20	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH (2.8); DRAFT SECTION OF FEE APPLICATION RE: RECLAMATION CLAIMS (0.4).
WHARTON JN	11/03/06	3.50	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (3.5).
WHARTON JN	11/05/06	2.40	CONTINUE WORK ON CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (2.4).
WHARTON JN	11/06/06	3.30	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH RESULTS FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (3.3).
WHARTON JN	11/07/06	0.90	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.9).
WHARTON JN	11/08/06	3.40	CONTINUE TO DRAFT SECTIONS OF FEE APPLICATION (0.6); CONTINUE TO REVIEW CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (2.4); CONTINUE TO FORMULATE STRATEGY RE: CONNECTIONS AND DISCLOSURE RESEARCH FOR CREDITORS RESPONDING TO OMNIBUS CLAIMS OBJECTIONS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	11/10/06	1.50	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.5).
WHARTON JN	11/12/06	1.20	CONTINUE TO REVIEW RESULTS OF CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.7) AND DRAFT DISCLOSURE DECLARATION SUPPLEMENT (0.5).
WHARTON JN	11/13/06	1.80	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH (1.8).
WHARTON JN	11/14/06	1.50	CONTINUE TO REVIEW RESULTS OF CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.5).
WHARTON JN	11/15/06	4.40	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (3.6) AND DRAFT THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.8).
WHARTON JN	11/16/06	1.80	CONTINUE WORK ON CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.8).
WHARTON JN	11/17/06	1.30	CONTINUE TO REVIEW CONNECTIONS RESEARCH AND REVISE THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.3).
WHARTON JN	11/21/06	4.80	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (4.8).
WHARTON JN	11/22/06	2.50	CONTINUE CONNECTIONS AND DISCLOSURE REVIEW FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.7) AND REVISE DECLARATION (0.8).
WHARTON JN	11/24/06	1.80	CONTINUE TO REVISE THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.8).
WHARTON JN	11/25/06	2.40	CONTINUE TO REVISE THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (2.4).
WHARTON JN	11/27/06	1.60	CONTINUE TO REVISE THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.4); REVISE FEE APPLICATION SECTION RE: ASSET SALES (0.2).
WHARTON JN	11/28/06	0.30	CONTINUE TO REVISE THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
WHARTON JN	11/30/06	2.20	WORK ON FEE APPLICATION AND FINALIZE FOR FILING (1.0); FINALIZE THIRD SUPPLEMENTAL DISCLOSURE DECLARATION FOR FILING (1.2).

46.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Associate/Law Clerk		349.70	
DEMMA J	11/03/06	1.60	PREPARE MATERIALS FOR FEE APPLICATION (1.6).
DEMMA J	11/22/06	5.20	PREPARE EXHIBITS FOR THIRD INTERIM FEE APPLICATION (5.2).
DEMMA J	11/27/06	2.40	PREPARE EXHIBITS FOR THIRD INTERIM FEE APPLICATION (2.4).
DEMMA J	11/30/06	3.10	ASSIST WITH PREPARATION/FILING OF THIRD INTERIM FEE APP (3.1).
		12.30	
DONNELLY NP	11/28/06	9.70	EDIT/REVISE FEE APPLICATION DOCUMENT AND EXHIBITS (9.7).
DONNELLY NP	11/29/06	9.30	PREPARE EXHIBITS FOR 3RD FEE APPLICATION (9.3).
DONNELLY NP	11/30/06	12.20	ASSIST WITH ALL ASPECTS OF FILING 3RD FEE APPLICATION (12.2).
		31.20	
MALIK F	11/28/06	2.00	ASSIST WITH AGENCY FILING OF FEE APPLICATION (2.0).
MALIK F	11/29/06	9.10	ASSIST WITH AGENCY FILING OF DELPHI FEE APPLICATION (9.1).
MALIK F	11/30/06	5.20	ASSIST WITH AGENCY FILING OF DELPHI FEE APPLICATION (5.2).
		16.30	
ROSEN R	11/02/06	1.10	UPDATE 3RD INTERIM FEE APPLICATION PERIOD MATTERS CHART RE: INFORMATION FOR 11/30 SKADDEN FEE APPLICATION (0.4); PREPARE 4TH INTERIM FEE APPLICATION PERIOD MATTER CHART RE: SAME (0.3); REVIEW DRAFT 11/30 HEARING AGENDA AND FORWARD COMMENTS RE: ADDITION OF 2 RECENT FEE APPLICATION FILINGS TO SAME (0.4).
ROSEN R	11/08/06	0.80	INVESTIGATION, RESEARCH, REVIEW CASE DOCKET AND COMPILE INFORMATION RE: LIFT STAY MOTIONS FILED DURING 3RD INTERIM FEE APPLICATION FOR UPCOMING SKADDEN FEE APPLICATION FILINGS (0.7); REVIEW INFORMATION WITH REQUESTING TEAM ATTORNEY RE: SAME (0.1).
ROSEN R	11/15/06	2.60	REVIEW DELPHI CH. 11 CASE DOCKET TO COMPILE INFORMATION RE: NUMBER OF MOTIONS FILED DURING FIRST INTERIM AND SECOND INTERIM FEE APPLICATION PERIODS (2.4); COMPILE, FORWARD AND REVIEW INFORMATION WITH REQUESTING TEAM ATTORNEY (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	11/22/06	1.20	REVIEW, COMPILE REVISED SCRIPT, DOCUMENTS AND FORWARD SKADDEN FIRST INTERIM AND SECOND INTERIM FEE APPLICATIONS HEARING BINDER TO TEAM ATTORNEYS (0.9); RESPOND TO TEAM ATTORNEY'S REQUEST FOR INTERIM FEE APPLICATION SUPPORTING DOCUMENTS (0.3).
ROSEN R	11/27/06	0.60	PREPARE, REVIEW AND FORWARD DRAFT NOTICE OF FILING SKADDEN 3RD INTERIM FEE APPLICATION TO REQUESTING TEAM ATTORNEY (0.5); REVIEW SERVICE LIST RE: SAME (0.1).
ROSEN R	11/28/06	0.90	INVESTIGATION, RESEARCH AND RESPOND TO TEAM ATTORNEYS' REQUESTS RE: OMNIBUS HEARING DATES, RELATED HEARING MATTERS INFORMATION FOR SKADDEN 3RD INTERIM FEE APPLICATION (0.9).
		7.20	
ZSOLDOS AF	11/03/06	4.30	PREPARE LIST OF DISCLOSURE ENTITIES FOR PRIMARY CHECK (1.1); UPDATE NEW ENTITIES ON ALL LISTS (0.8); TELECONFERENCE AND EMAIL CORRESPONDENCE RE: SUPPLEMENTAL SEARCHES AND BLACKBOX ENTRIES (0.9); RESEARCH ENTITIES TO BE PLACED IN BLACKBOX FOR FURTHER RELEVANCE, COMPLETE NAMES, AND OTHER INFORMATION (1.5).
ZSOLDOS AF	11/05/06	4.10	UPDATE AND FORMAT FOURTH SUPPLEMENTAL DISCLOSURE CHART TO INCLUDE LIST BREAKDOWN AND NEW COLUMN FOR ENTITIES PREVIOUSLY DISCLOSED (4.1).
ZSOLDOS AF	11/07/06	3.20	UPDATE DISCLOSURE CHART TO REFLECT DISCLOSURES IN PREVIOUS DECLARATIONS (3.2).
ZSOLDOS AF	11/13/06	1.80	SEARCH FOR BRSQ FORM (0.5); IDENTIFY WATCH LIST PARTIES' ROLE IN CASE AND AFFILIATION WITH DELPHI (1.3).
ZSOLDOS AF	11/14/06	3.80	UPDATE DISCLOSURE CHART WITH LIST OF ENTITIES PREVIOUSLY DISCLOSED IN DECLARATIONS OF J. BUTLER RE: SKADDEN RETENTION (3.8).
ZSOLDOS AF	11/15/06	3.20	UPDATE DISCLOSURE CHART WITH LIST OF ENTITIES PREVIOUSLY DISCLOSED IN DECLARATIONS OF J. BUTLER RE: SKADDEN RETENTION (3.2).
ZSOLDOS AF	11/29/06	1.70	FEE APPLICATION RESEARCH, INCLUDING PULLING CERTIFICATIONS AND PRECEDENT FEE APPLICATIONS FROM OTHER SDNY CASES (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	11/30/06	3.10	ASSIST IN FINALIZATION OF SKADDEN THIRD INTERIM FEE APPLICATION (1.9); ELECTRONICALLY FILE THIRD INTERIM FEE APPLICATION WITH COURT (1.2).
		25.20	
Total Legal Assistant		92.20	
TOTAL TIME		<u>479.00</u>	

* Law clerks are law school graduates who are not presently admitted
to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 01/10/07
Bill Number: 1147918

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	11/10/06	Copy Center, D	11.60
In-house Reproduction	11/14/06	Copy Center, D	465.64
In-house Reproduction	11/17/06	Copy Center, D	0.20
In-house Reproduction	11/21/06	Copy Center, D	64.19
In-house Reproduction	11/24/06	Copy Center, D	226.47
In-house Reproduction	11/28/06	Copy Center, D	11.90
TOTAL IN-HOUSE REPRODUCTION			\$780.00
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	8.37
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	10.46
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	0.79
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	0.38
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$20.00
Westlaw	11/28/06	Platt SJ	177.00
TOTAL WESTLAW			\$177.00
Vendor Hosted Teleconferencing	11/21/06	Teleconferencing Services, LLC	3.00
TOTAL VENDOR HOSTED TELECONFERENCING			\$3.00
Out-of-Town Travel	11/30/06	Meisler RE	1,542.00
TOTAL OUT-OF-TOWN TRAVEL			\$1,542.00
Messengers/ Courier	11/10/06	Straightline Courier	39.91
Messengers/ Courier	11/19/06	Arrow Messenger Svc	37.34
Messengers/ Courier	11/19/06	Comet Messenger Service	14.70
Messengers/ Courier	11/24/06	Straightline Courier	33.61
Messengers/ Courier	11/26/06	Arrow Messenger Svc	26.48
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.08
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.16

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.16
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.08
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.16
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.08
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.08
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.08
Messengers/ Courier	11/30/06	Dist Serv/Mail/Page, D	20.08
		TOTAL MESSENGERS/ COURIER	\$333.00
Out-of-Town Meals	11/27/06	Perl MW	33.57
Out-of-Town Meals	11/28/06	Perl MW	31.25
Out-of-Town Meals	11/28/06	Perl MW	16.79
Out-of-Town Meals	11/28/06	Meisler RE	28.07
Out-of-Town Meals	11/29/06	Perl MW	2.62
Out-of-Town Meals	11/29/06	Perl MW	44.96
Out-of-Town Meals	11/30/06	Perl MW	9.24
Out-of-Town Meals	11/30/06	Perl MW	35.74
Out-of-Town Meals	11/30/06	Perl MW	6.74
Out-of-Town Meals	11/30/06	Meisler RE	44.96
Out-of-Town Meals	11/30/06	Meisler RE	28.06
		TOTAL OUT-OF-TOWN MEALS	\$282.00
Outside Re- search/Internet Services	10/05/06	Pacer Service Center	14.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$14.00
		TOTAL MATTER	\$3,151.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP) Bill Date: 01/31/07
Retention /Fee Matters (SASM&F)

Bill Number: 1147919

NAME	DATE	HOURS	DESCRIPTION
DIAZ LB	12/04/06	7.10	BEGIN DRAFTING SUPPLEMENTAL DECLARATION DISCLOSURE (1.2); ANALYZE DISCLOSURE RESULTS AND DRAFT RESULTS OF FINDINGS (5.9).
DIAZ LB	12/19/06	0.90	REVIEW RESULTS FROM DISCLOSURE CHECKS (0.9).
DIAZ LB	12/21/06	2.10	REVIEW DISCLOSURE RESEARCH IN ANTICIPATION OF NEXT SUPP DECLARATION (2.1).
		10.10	
MEISLER RE	12/01/06	0.10	REVIEW CERTIFICATE OF SERVICE FILED REGARDING SKADDEN FEE APP. (0.1).
MEISLER RE	12/04/06	0.70	REVIEW DISCLOSURE RESEARCH (0.5); REVIEW ACKNOWLEDGMENT REGARDING SAME (0.2).
MEISLER RE	12/13/06	0.40	ATTENTION TO DISCLOSURES (0.4).
MEISLER RE	12/19/06	0.40	REVIEW DISCLOSURE RESEARCH (0.2); REVIEW AND DRAFT CORRESPONDENCE REGARDING DISCLOSURE RESEARCH (0.2).
MEISLER RE	12/20/06	0.20	IN RESPONSE TO LCC INQUIRY, REVIEW NOTES TO FILE REGARDING POSTING TIME DETAIL WITH LCC (0.2).
MEISLER RE	12/21/06	0.10	REVIEW INQUIRY FROM LCC AND DRAFT CORRESPONDENCE TO S. TRAVEJO REGARDING SAME (0.1).
		1.90	
WHARTON JN	12/01/06	0.30	WORK ON SERVICE OF THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
WHARTON JN	12/04/06	0.80	REVIEW CONNECTIONS AND DISCLOSURE RESEARCH REGARDING ENVIRON HOLDINGS, INC. (0.5); BEGIN TO PREPARE FOURTH SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
WHARTON JN	12/05/06	0.50	BEGIN TO FORMULATE STRATEGY FOR DRAFTING AND CONDUCTING CONNECTIONS AND DISCLOSURE RESEARCH FOR FOURTH SUPPLEMENTAL DISCLOSURE DECLARATION (0.5).
WHARTON JN	12/07/06	0.50	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH (0.5).
WHARTON JN	12/11/06	0.30	REVISE DRAFT OF FOURTH SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
WHARTON JN	12/13/06	0.60	REVIEW RESULTS OF CONNECTIONS AND DISCLOSURE RESEARCH REGARDING MAJOR PARTIES IN CASE (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	12/15/06	0.30	REVIEW RESULTS OF CONNECTIONS AND DISCLOSURE RESEARCH REGARDING CREDITORS RESPONDING TO CLAIMS OBJECTIONS (0.3).
WHARTON JN	12/18/06	0.30	CONTINUE REVIEW OF CONNECTIONS AND DISCLOSURE RESEARCH REGARDING PARTIES RESPONDING TO CLAIMS OBJECTION (0.3).
WHARTON JN	12/19/06	0.40	WORK ON SUPPLEMENTAL DISCLOSURE DECLARATION (0.4).
WHARTON JN	12/21/06	1.80	CONTINUE WORK ON SUPPLEMENTAL DISCLOSURE DECLARATION (1.8).
WHARTON JN	12/22/06	0.60	CONTINUE TO REVISE SUPPLEMENTAL DISCLOSURE DECLARATION (0.6).
WHARTON JN	12/28/06	0.40	CONTINUE TO DRAFT SUPPLEMENTAL DISCLOSURE DECLARATION (0.4).
		6.80	
Total Associate		18.80	
DEMMA J	12/01/06	3.20	PREPARE FEE APP AND DISTRIBUTION (2.6); PREPARE AFFIDAVIT OF SERVICE FOR THIRD INTERIM FEE APPLICATION (0.6).
DEMMA J	12/04/06	0.60	FILE AFFIDAVIT OF SERVICE FOR THIRD INTERIM FEE APPLICATION (0.6).
		3.80	
ZSOLDOS AF	12/04/06	1.10	RUN DISCLOSURE CHECK (0.2); RESEARCH COMPLETE NAME OF COMPANY TO BE CHECKED (0.6); EMAILS REGARDING SAME (0.3).
ZSOLDOS AF	12/05/06	0.90	ORGANIZE FOURTH SUPPLEMENTAL DISCLOSURE RESULTS (0.9).
ZSOLDOS AF	12/08/06	2.70	ORGANIZE FOURTH SUPPLEMENTAL DISCLOSURE RESULTS, INCLUDING ORGANIZING AND UPDATING MASTER CHART (2.7).
ZSOLDOS AF	12/13/06	1.80	CHECK DISCLOSURE CHART AND NEW ENTITIES TO SEE IF PREVIOUSLY DISCLOSED (0.5); RUN CHECK ON VARIOUS ENTITIES (0.3); CORRESPONDENCE REGARDING BLACKBOX SUBMISSIONS (0.2); UPDATE MASTER DISCLOSURE CHART (0.4); FILE RESULTS OF DISCLOSURE CHECK (0.4).
ZSOLDOS AF	12/18/06	0.70	UPDATE MASTER DISCLOSURE LIST (0.4); FILE RESULTS RECEIVED FROM CHECKS (0.3).
ZSOLDOS AF	12/19/06	1.40	SUBMIT NAMES FOR REVIEW (0.4); UPDATE MASTER DISCLOSURE LIST WITH NEW NAMES (0.5); ORGANIZE RESULTS (0.3); CORRESPONDENCE WITH ATTORNEYS REGARDING BLACK BOX ENTRIES (0.2).
ZSOLDOS AF	12/21/06	0.70	RUN DISCLOSURE CHECK (0.3); UPDATE MASTER LIST (0.2); FILE RESULTS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

9.30

Total Legal Assistant 13.10

WORSHECK TM	12/01/06	1.60	ASSEMBLE FEE APPLICATION FOR DISTRIBUTION (1.6).
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1.60

Total Legal Assistant Support	1.60
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TOTAL TIME 33.50

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 01/31/07
Bill Number: 1147919

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	12/01/06	Copy Center, D	1,450.52
In-house Reproduction	12/05/06	Copy Center, D	148.88
In-house Reproduction	12/05/06	Copy Center, D	951.68
In-house Reproduction	12/08/06	Copy Center, D	674.02
In-house Reproduction	12/22/06	Copy Center, D	0.90
TOTAL IN-HOUSE REPRODUCTION			\$3,226.00
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.87
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.91
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.12
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.05
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.05
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$2.00
Out-of-Town Travel	12/01/06	Perl MW	1,870.99
Out-of-Town Travel	12/01/06	Perl MW	55.01
TOTAL OUT-OF-TOWN TRAVEL			\$1,926.00
Messengers/ Courier	12/01/06	Dist Serv/Mail/Page, D	40.77
Messengers/ Courier	12/01/06	Dist Serv/Mail/Page, D	24.60
Messengers/ Courier	12/06/06	Dist Serv/Mail/Page, D	34.56
Messengers/ Courier	12/29/06	Straightline Courier	31.53
Messengers/ Courier	12/29/06	Straightline Courier	31.54
TOTAL MESSENGERS/ COURIER			\$163.00
Out-of-Town Meals	12/01/06	Perl MW	10.00
TOTAL OUT-OF-TOWN MEALS			\$10.00
Printing to paper from TIF	12/05/06	Copy Center, D	156.04
Printing to paper from TIF	12/08/06	Copy Center, D	29.96

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL PRINTING TO PAPER FROM TIF	\$186.00
Wireless - Mo- bile/Cellular/Pager	12/15/06	Meisler RE	19.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$19.00
		TOTAL MATTER	\$5,532.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 02/28/07
Bill Number: 1148705

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	01/19/07	0.40	RECEIVE AND BEGIN TO REVIEW DELPHI FEE COMMITTEE PRELIMINARY REPORT THIRD FEE APPLICATION (0.4).
BUTLER, JR. J	01/21/07	0.80	BEGIN TO REVIEW ANALYSIS OF DELPHI FEE COMMITTEE PRELIMINARY REPORT ON THIRD FEE APPLICATION (0.8).
BUTLER, JR. J	01/22/07	0.50	CONTINUE TO REVIEW ANALYSIS OF DELPHI FEE COMMITTEE PRELIMINARY REPORT ON THIRD FEE APPLICATION (0.3); BEGIN TO PREPARE FOR JANUARY 25TH DELPHI FEE COMMITTEE PRESENTATION IN NEW YORK CITY (0.2).
BUTLER, JR. J	01/24/07	1.10	REVIEW ANALYSIS OF DELPHI FEE COMMITTEE PRELIMINARY REPORT ON THIRD FEE APPLICATION (0.6); BEGIN TO DRAFT RESPONSE (0.5).
BUTLER, JR. J	01/25/07	0.70	REVIEW AND FINALIZE RESPONSE TO DELPHI FEE COMMITTEE PRELIMINARY REPORT ON THIRD FEE APPLICATION (0.7).
		3.50	
MARAFIOTI KA	01/02/07	0.70	REVIEW AND REVISE BUTLER FOURTH SUPPLEMENTAL DISCLOSURE DECLARATION (0.7).
MARAFIOTI KA	01/10/07	0.40	WORK ON BUTLER 4TH SUPPLEMENTAL DISCLOSURE DECLARATION (0.4).
MARAFIOTI KA	01/22/07	0.20	PREPARE FOR MEETING WITH FEE COMMITTEE (0.2).
MARAFIOTI KA	01/24/07	2.80	PREPARE FOR MEETING WITH FEE COMMITTEE (2.6); CONFER WITH D. SHERBIN AND J. SHEEHAN REGARDING FEE ISSUES (0.2).
MARAFIOTI KA	01/25/07	5.90	REVIEW LCC AUDIT REPORTS AND SASM&F RESPONSES AND PREPARE FOR MEETING WITH FEE COMMITTEE (5.6); MEETING WITH FEE COMMITTEE (0.3).
		10.00	
Total Partner		13.50	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	01/22/07	0.60	REVIEW AND CONSIDER MATERIALS REGARDING JOINT FEE REVIEW COMMITTEE REPORT REGARDING THIRD INTERIM FEE APPLICATION (0.6).
MATZ TJ	01/23/07	1.00	REVIEW SKADDEN INTERIM FEE APPLICATIONS TO PREPARE FOR FEE COMMITTEE APPEARANCE 1/25 (1.0).
MATZ TJ	01/24/07	2.00	CONTINUE TO REVIEW OF SKADDEN FIRST THREE INTERIM FEE APPLICATIONS, CREDITORS' COMMITTEE'S REPORTS ON ALL THREE FEE APPLICATIONS AND SKADDEN'S RESPONSE TO FIRST AND SECOND CREDITORS' COMMITTEE'S REPORTS (2.0).
MATZ TJ	01/25/07	3.40	TELECONFERENCE WITH SKADDEN FEE PREPARATION TEAM REGARDING PREPARATION FOR FEB 15 FEE HEARING (0.4); FURTHER WORK REGARDING SAME (0.4); REVIEW SKADDEN FEE MATERIALS FOR MEETING WITH FEE COMMITTEE (2.2); ATTEND FEE COMMITTEE REVIEW PRESENTATION (0.4).
		7.00	
Total Counsel		7.00	
DIAZ LB	01/17/07	1.60	REVIEW DISCLOSURE RESULTS (1.6).
		1.60	
HARDIN AS	01/22/07	1.30	REVIEW PREVIOUS SKADDEN FEE APPLICATIONS (0.7); PREPARE FOR FEE REVIEW COMMITTEE MEETING (0.6).
		1.30	
LEDERER J.*	01/31/07	5.00	REVIEW 1ST AND 2ND INTERIM FEE APPLICATIONS (1.0); REVIEW 3RD INTERIM FEE APPLICATION (1.0); ANALYZE CHART CONSTRUCTED FOR 1ST AND 2ND APPLICATIONS AND MODIFY FOR USE WITH THE 3RD APPLICATION (1.0); SUMMARIZE 3RD FEE APPLICATION INTO CHART (2.0).
		5.00	
MEISLER RE	01/02/07	0.50	REVIEW AND COMMENT ON DECLARATION (0.5).
MEISLER RE	01/21/07	0.30	REVIEW LCC REPORT (0.3).
MEISLER RE	01/22/07	0.50	REVIEW AND ANALYZE LCC REPORT (0.5).
		1.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	01/20/07	0.30	PRELIMINARY REVIEW OF LEGAL COST CONTROL'S REPORT ON SKADDEN'S THIRD INTERIM FEE APPLICATION (0.2); TELECONFERENCE WITH WORKING GROUP REGARDING SAME (0.1).
PERL MW	01/21/07	6.40	REVIEW LCC REPORT AND DETAIL AND BEGIN ANALYZING SAME AND DRAFTING RESPONSE (6.4).
PERL MW	01/22/07	7.70	CONTINUE TO ANALYZE AND DRAFT SUMMARY REGARDING LCC'S REPORT ON SKADDEN'S THIRD INTERIM FEE APPLICATION (6.1); REVIEW GUIDELINES AND LOCAL RULES (1.2) AND FEE APPLICATION (0.4) IN CONNECTION WITH SAME.
PERL MW	01/24/07	3.40	TELECONFERENCE WITH WORKING GROUP REGARDING CHART FOR RESPONSE TO FEE COMMITTEE REPORT (0.1); BEGIN WORKING ON CHART OF FEE ACCOMMODATIONS, INCLUDING DETAILED REVIEW OF FEE APPLICATIONS AND FEE ACCOMMODATION INFORMATION (2.7) AND COORDINATE WITH WORKING GROUP REGARDING SAME (0.6).
PERL MW	01/25/07	2.40	FINALIZE CHART OF FEE ACCOMMODATIONS FOR RESPONSE TO FEE COMMITTEE (1.8); TELECONFERENCE WITH WORKING GROUP REGARDING FEE APPLICATION HEARING (0.4); TELECONFERENCE WITH WORKING GROUP REGARDING SUMMARY CHART (0.1); REVIEW AND REVISE SUMMARY TABLE REGARDING SAME (0.1).
PERL MW	01/30/07	0.70	REVIEW SKADDEN'S THIRD FEE APP AND PRECEDENT CHARTS (0.3); CORRESPONDENCE WITH WORKING GROUP PREPARATION OF SAME (0.4).
		20.90	
WHARTON JN	01/02/07	1.90	CONTINUE TO DRAFT SUPPLEMENTAL DISCLOSURE DECLARATION (0.8) AND REVIEW CONNECTIONS AND DISCLOSURE RESEARCH REGARDING SAME (1.1).
		1.90	
Total Associate/Law Clerk		32.00	
CHAVALI A	01/17/07	1.20	PREPARE NOTICE OF PRESENTMENT FOR KPMG 3RD SUPPLEMENTAL RETENTION (1.2).
		1.20	
GILCHRIST JM	01/24/07	6.20	EDIT/REVISE EDIT CHART REGARDING SUMMARY OF SKADDEN'S FEE ACCOMMODATIONS IN FIRST, SECOND, AND THIRD INTERIM FEE PERIODS (6.2).
		6.20	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZSOLDOS AF	01/02/07	0.90	RUN DISCLOSURE CHECK (0.4); UPDATE DISCLOSURE MASTER INDEX (0.4); CORRESPONDENCE REGARDING DISCLOSURE CHECK (0.1).
ZSOLDOS AF	01/03/07	0.80	RESPOND TO VARIOUS REQUESTS AND INQUIRIES RE: ENTITIES IN BLACK BOX (0.5); FOLLOW UP REGARDING SAME (0.3).
ZSOLDOS AF	01/15/07	1.10	PRINT DISCLOSURE RESULTS (0.4); ORGANIZE RESULTS (0.4); UPDATE MASTER DISCLOSURE CHART (0.3).
ZSOLDOS AF	01/22/07	5.00	CHECK NEW DISCLOSURE ENTITIES AGAINST PREVIOUSLY RUN ONES (0.6); UPDATE MASTER DISCLOSURE CHART (0.4); SUBMIT DISCLOSURE SEARCH AND ORGANIZE RESULTS (0.5); ASSEMBLE BINDER OF MATERIALS FOR REVIEW FOR MEETING WITH FEE COMMITTEE (3.1); REVIEW PAST DISINTERESTEDNESS DECLARATIONS OF AND PREPARE BLACKLINES (0.4).
ZSOLDOS AF	01/23/07	1.00	ORGANIZE DISCLOSURE RESULTS (0.6); UPDATE MASTER CHART (0.4).
ZSOLDOS AF	01/24/07	0.90	UPDATE FEE APPLICATION HEARING MATERIALS (0.9).
ZSOLDOS AF	01/25/07	0.70	RUN DISCLOSURE CHECK (0.3); UPDATE MASTER CHART (0.2); ORGANIZE RESULTS (0.2).
ZSOLDOS AF	01/31/07	0.60	ORGANIZE AND FILE RECENTLY RECEIVED DISCLOSURE RESULTS (0.2); UPDATE CHART TO REFLECT NEW ENTITIES (0.4).
		11.00	
Total Legal Assistant		18.40	
TOTAL TIME		<u>70.90</u>	

* Law clerks are law school graduates who are not presently admitted to practice.

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 02/28/07
Bill Number: 1148705

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/02/07	Copy Center, D	8.31
In-house Reproduction	01/19/07	Copy Center, D	30.20
In-house Reproduction	01/23/07	Copy Center, D	192.01
In-house Reproduction	01/23/07	Copy Center, D	144.01
In-house Reproduction	01/26/07	Copy Center, D	1,059.47
TOTAL IN-HOUSE REPRODUCTION			\$1,434.00
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	0.10
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	0.25
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	0.14
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	0.49
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	0.02
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$1.00
Vendor Hosted Teleconferencing	01/25/07	Teleconferencing Services, LLC	3.00
TOTAL VENDOR HOSTED TELECONFERENCING			\$3.00
Messengers/ Courier	01/23/07	Dist Serv/Mail/Page, D	39.00
TOTAL MESSENGERS/ COURIER			\$39.00
Outside Re-search/Internet Services	01/08/07	Pacer Service Center	10.00
TOTAL OUTSIDE RESEARCH/INTERNET SERVICES			\$10.00
TOTAL MATTER			\$1,487.00